

EXHIBIT A

KRAMER LEVIN NAFTALIS & FRANKEL LLP

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NEW YORK, NY 10036
PHONE 212.715.9100
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July 29, 2008

W.R. GRACE & CO. EQUITY COMMITTEE

When remitting,
please reference:
Invoice Number: 497336
056772

CLIENT SUMMARY - 056772 - W.R. GRACE & CO. EQUITY COMMITTEE

056772-00007/REORGANIZATION PLAN

| | |
|--------------------|--------------|
| FEES | \$63,136.50 |
| DISBURSEMENTS..... | <u>19.00</u> |
| MATTER TOTAL | \$63,155.50 |

056772-00008/FEE APPLICATIONS, APPLICANT

| | |
|--------------------|--------------|
| FEES | \$2,696.00 |
| DISBURSEMENTS..... | <u>15.39</u> |
| MATTER TOTAL | \$2,711.39 |

056772-00010/CLAIM ANALYSIS OBJ. & RES. (NON-ASBESTOS)

| | |
|--------------------|---------------|
| FEES | \$15,246.00 |
| DISBURSEMENTS..... | <u>370.47</u> |
| MATTER TOTAL | \$15,616.47 |

056772-00019/HEARINGS

| | |
|--------------------|---------------|
| FEES | \$7,294.50 |
| DISBURSEMENTS..... | <u>793.10</u> |
| MATTER TOTAL | \$8,087.60 |

Amounts due may be remitted by wire transfer.

To: Citibank, N.A.
Citicorp Center 153 E. 53rd Street NY, N.Y. 10043
ABA #021000089

Account: Kramer Levin Naftalis & Frankel LLP Money Market A\C 37613572

By Order of: Invoice No. 497336

Citibank Contact: Deborah Hosking (212) 559-8634

TIME AND DISBURSEMENT AMOUNTS POSTED AFTER THE BILLING PERIOD SHOWN
ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE
CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.
TAX ID# 13-1944339

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W.R. GRACE & CO. EQUITY COMMITTEE
056772

July 29, 2008
Invoice No. 497336

056772-00028/TRAVEL\NON-WORKING

| | |
|--------------------------|--------------------|
| FEES | \$1,806.75 |
| MATTER TOTAL | \$1,806.75 |
| CLIENT GRAND TOTAL | <u>\$91,377.71</u> |

REORGANIZATION PLAN**DETAIL OF SERVICES**

| <u>DATE</u> | <u>TIMEKEEPER</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------|--------------------------|--|---------------------|----------------------|
| 06/04/08 | BENTLEY, PHILIP | Trade emails re plan issues | 0.10 | 72.50 |
| 06/05/08 | BENTLEY, PHILIP | Trade emails re plan issues | 0.10 | 72.50 |
| 06/05/08 | MARTORANA, KEITH R | Read Plan of Reorganization (4.2); highlight issues and draft list of issues (1.0). | 5.20 | 1,898.00 |
| 06/06/08 | BENTLEY, PHILIP | Trade emails re plan issues | 0.30 | 217.50 |
| 06/06/08 | MARTORANA, KEITH R | Prepare for meeting w/DM re: Grace Plan. | 0.40 | 146.00 |
| 06/06/08 | MANNAL, DOUGLAS | Review plan and term sheets in prep for meeting w/ plan proponents | 7.10 | 4,153.50 |
| 06/09/08 | BENTLEY, PHILIP | Trade emails re plan issues | 0.10 | 72.50 |
| 06/09/08 | MANNAL, DOUGLAS | Attention to plan issues (3.7); review and comment on revised term sheets (2.1) | 5.80 | 3,393.00 |
| 06/10/08 | BENTLEY, PHILIP | Trade emails re plan issues | 0.10 | 72.50 |
| 06/10/08 | MARTORANA, KEITH R | Meet w/DM re: tomorrow's plan proponent meeting (.5); prepare for meeting (review plan, term sheets, blacklines) (3.6). | 4.10 | 1,496.50 |
| 06/10/08 | MANNAL, DOUGLAS | Prep for meeting regarding POR (2.8); O/C with KM regarding same (.5); email with PB regarding same (.4) | 3.70 | 2,164.50 |
| 06/11/08 | BENTLEY, PHILIP | Confs DM and KM re plan issues | 1.90 | 1,377.50 |
| 06/11/08 | MARTORANA, KEITH R | Prepare for and attend plan proponent meeting (8.8); meeting w/PB re: same (1.9); review notes and draft detailed memo to TW re: meeting events (3.6). | 14.30 | 5,219.50 |
| 06/11/08 | MANNAL, DOUGLAS | Prep for and attend meeting on plan (5.6); conv. w/ PB and KM re same (1.8); draft and revise issue memo regarding same (.7); | 8.10 | 4,738.50 |
| 06/12/08 | BENTLEY, PHILIP | Conf DM and KM re plan issues, and TCs T. Freedman and TW re same; (2.8) review and comment on KM's draft memo re same (1.3) | 4.10 | 2,972.50 |

| <u>DATE</u> | <u>TIMEKEEPER</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|-------------|--------------------|---|--------------|---------------|
| 06/12/08 | MARTORANA, KEITH R | Meeting w/D. Mannal re: yesterday's Plan Proponent meeting (.5); revise memo to TW re: DM comments (.5); conversation w/PB re: yesterday's meeting (.5); conference call w/PB, DM, and T. Freedman re: open issues in case (1.2); conference call w/PB, DM, and TW re: same (1.1); draft detailed memo to TW re: open issues in case (4.6); research and provide answer to question of TW re: transfer restrictions on warrant shares (.4). | 8.80 | 3,212.00 |
| 06/12/08 | MANNAL, DOUGLAS | Prep for and attend O/C w/ PB and KM; call with TW regarding plan (2.8) | 2.80 | 1,638.00 |
| 06/13/08 | BENTLEY, PHILIP | Trade emails re plan issues | 0.20 | 145.00 |
| 06/17/08 | BENTLEY, PHILIP | Conf KM re plan issues and follow up | 0.40 | 290.00 |
| 06/17/08 | MARTORANA, KEITH R | Meeting w/PB re: memo to TW re: case status and plan issues (.5); revise same per comments of PB (3.3). | 3.80 | 1,387.00 |
| 06/18/08 | BENTLEY, PHILIP | Trade multiple emails re plan issues | 0.50 | 362.50 |
| 06/20/08 | MARTORANA, KEITH R | Research questions of TW re: plan, including review of science trial opinion, sealed Air Settlement, and Minneapolis PD Order. | 2.90 | 1,058.50 |
| 06/20/08 | MANNAL, DOUGLAS | Email w/ KM re: follow-up email re: T.W.'s questions (.3); attn same (.8). | 1.10 | 643.50 |
| 06/21/08 | MARTORANA, KEITH R | Legal research re: estimation as impairment under 1124 (3.9); draft memo to DM re: same (2.9). | 6.80 | 2,482.00 |
| 06/23/08 | MANNAL, DOUGLAS | Review and comment on plan (2.8); attn to term sheets (1.5). | 4.30 | 2,515.50 |
| 06/24/08 | BENTLEY, PHILIP | Discs DM and KM, and trade emails, re plan issues | 0.40 | 290.00 |
| 06/24/08 | MANNAL, DOUGLAS | Review and comment on draft plan (5.2); conv. w/ PBP KM re same (.4); attn memo re: impairment (2.5); attn draft term sheets (3.8). | 11.90 | 6,961.50 |
| 06/24/08 | MARTORANA, KEITH R | Prepare for plan proponent meeting (2.0); revise 1124 Memo re: impairment (1.2); review plan (1.8); review term sheets (.8); review ancillary questions of TW (1.0); conversations w/D. Mannal and P. Bentley re: same (.4) | 7.20 | 2,628.00 |

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W.R. GRACE & CO. EQUITY COMMITTEE
056772-00007July 29, 2008
Invoice No. 497336

| <u>DATE</u> | <u>TIMEKEEPER</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|-----------------------------|--------------------|--|----------------------|---------------------------|
| 06/25/08 | MARTORANA, KEITH R | Prepare for and attend plan proponent meeting at K&E offices (8.5); meeting with DM and PB (conf. TW) re: same (.4); write up summary of meeting events (2.8). | 11.70 | 4,270.50 |
| 06/25/08 | MANNAL, DOUGLAS | Prep for and attend meeting of plan proponents re: plan and deal term sheets (8.2); O/C w/ PB re: same (.4); OC w/ KM re: same (.4). | 9.00 | 5,265.00 |
| 06/26/08 | BENTLEY, PHILIP | Trade emails re plan issues | 0.10 | 72.50 |
| 06/26/08 | MARTORANA, KEITH R | Revise summary of meeting per comments | 2.70 | 985.50 |
| 06/27/08 | MARTORANA, KEITH R | E-mail w/P. Kolevzon re: Poison Pill. | 0.60 | 219.00 |
| 06/30/08 | MANNAL, DOUGLAS | Review revised Plan of reorganization (.8); O/C and email w/ PB and KM re: same. (.3) | 1.10 | 643.50 |
| TOTAL HOURS AND FEES | | | <u>131.70</u> | <u>\$63,136.50</u> |

SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

| <u>DESCRIPTION</u> | <u>AMOUNT</u> |
|--------------------|---------------|
| CAB FARES | <u>19.00</u> |

TOTAL DISBURSEMENTS AND OTHER CHARGES **\$19.00****TOTAL FOR THIS MATTER** **\$63,155.50**

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W.R. GRACE & CO. EQUITY COMMITTEE
056772-00008July 29, 2008
Invoice No. 497336**FEE APPLICATIONS, APPLICANT****DETAIL OF SERVICES**

| <u>DATE</u> | <u>TIMEKEEPER</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|-----------------------------|--------------------------|--|---------------------|--------------------------|
| 06/04/08 | MARTORANA, KEITH R | Review/revise quarterly CNO to reflect January/February billing error. | 0.90 | 328.50 |
| 06/18/08 | MARTORANA, KEITH R | Review May invoice and work on Fee Application. | 1.50 | 547.50 |
| 06/19/08 | MARTORANA, KEITH R | Draft fee application. | 0.80 | 292.00 |
| 06/27/08 | RODRIGUEZ, VIVIAN E | Drafted and edited 81st Monthly Fee Application | 3.00 | 780.00 |
| 06/30/08 | RODRIGUEZ, VIVIAN E | Organized and assembled 81st Monthly Fee App and corresponding exhibits. Emailed Fee App to local counsel. | 1.50 | 390.00 |
| 06/30/08 | MARTORANA, KEITH R | Finalize Grace May Fee Application. | 0.50 | 182.50 |
| 06/30/08 | MANNAL, DOUGLAS | Review fee application. | <u>0.30</u> | <u>175.50</u> |
| TOTAL HOURS AND FEES | | | <u>8.50</u> | <u>\$2,696.00</u> |

SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

| <u>DESCRIPTION</u> | <u>AMOUNT</u> |
|--|-----------------------|
| PHOTOCOPYING | 5.60 |
| MESSENGER/COURIER | <u>9.79</u> |
| TOTAL DISBURSEMENTS AND OTHER CHARGES | <u>\$15.39</u> |

TOTAL FOR THIS MATTER **\$2,711.39**

CLAIM ANALYSIS OBJ. & RES. (NON-ASBESTOS)**DETAIL OF SERVICES**

| <u>DATE</u> | <u>TIMEKEEPER</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------|--------------------------|--|---------------------|----------------------|
| 06/06/08 | MARTORANA, KEITH R | Review and summarize Debtors Motion for Settlement w/IRS. | 0.70 | 255.50 |
| 06/09/08 | MARTORANA, KEITH R | Review and summarize Debtors Motion to Settle with Montana DEQ. | 0.70 | 255.50 |
| 06/09/08 | MANNAL, DOUGLAS | Attention to ZAI Bar DATE filings (2.0); email with KM regarding EPA settlement (.2) | 2.20 | 1,287.00 |
| 06/11/08 | MANNAL, DOUGLAS | Review and comment on draft PPI objection. | 3.20 | 1,872.00 |
| 06/12/08 | BENTLEY, PHILIP | Review and comment on Grace's draft objection to banks' claim, and trade multiple emails re same (2.0) | 2.00 | 1,450.00 |
| 06/12/08 | MARTORANA, KEITH R | Review Debtors' proposed objection to PPI interest (.8) | 0.80 | 292.00 |
| 06/16/08 | BOLLES, KRISTA | Retrieved and converted into pdf form an Objection to Claim and Exhibition documents. | 0.50 | 130.00 |
| 06/16/08 | BENTLEY, PHILIP | Review Debtors' bank claim objection, and trade emails and voicemails re followup; email report to Committee re same | 1.30 | 942.50 |
| 06/16/08 | BALDINGER, LAURIE | Organize, index, & maintain various documents. | 1.00 | 245.00 |
| 06/16/08 | CATES, DANA A | docket research & document distribution re objection | 1.00 | 260.00 |
| 06/16/08 | MANNAL, DOUGLAS | Email w/ PB re: bank interest objection (.1); attn. same (.6). | 0.70 | 409.50 |
| 06/17/08 | HOROWITZ, GREGORY A. | Attention to post-petition interest issue; read related pleadings (1.0) | 1.00 | 680.00 |
| 06/23/08 | BENTLEY, PHILIP | Discs GH, and trade voicemails re PPI | 0.30 | 217.50 |
| 06/23/08 | HOROWITZ, GREGORY A. | Re-read debtor's objection re post-petition default interest(1.3); confer w/ PB re same (.2) | 1.50 | 1,020.00 |
| 06/25/08 | BENTLEY, PHILIP | Conf DM re response in support of debtors' PPI objection | 0.40 | 290.00 |
| 06/25/08 | MANNAL, DOUGLAS | Draft outline of PPI objection joinder; conf. PB re: same. | 0.50 | 292.50 |

| <u>DATE</u> | <u>TIMEKEEPER</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|-------------|--------------------|--|--------------|-----------------|
| 06/27/08 | MARTORANA, KEITH R | Draft joinder to Debtors' PPI objection. | 4.50 | 1,642.50 |
| 06/30/08 | BENTLEY, PHILIP | Discs DM re: PPI joinder | 0.10 | 72.50 |
| 06/30/08 | MARTORANA, KEITH R | Conversation w/D. Mannal re: Joinder to Debtors' PPI objection (.2); revise same per comments (3.5). | 3.70 | 1,350.50 |
| 06/30/08 | MANNAL, DOUGLAS | Review and revise draft joinder to Debtors' Bank debt claim objection (3.5); O/C w/ KM re: same (.2); O/C w/ P.B. re: same (.2). | 3.90 | <u>2,281.50</u> |

| | | |
|-----------------------------|---------------------|---------------------------|
| TOTAL HOURS AND FEES | <u>30.00</u> | <u>\$15,246.00</u> |
|-----------------------------|---------------------|---------------------------|

SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

| <u>DESCRIPTION</u> | <u>AMOUNT</u> |
|------------------------------|---------------|
| PHOTOCOPYING | 57.20 |
| RESEARCH SERVICES | 13.00 |
| LEXIS/NEXIS ON-LINE RESEARCH | 229.83 |
| MEALS/IN-HOUSE | 12.94 |
| OUT-OF-TOWN TRAVEL | <u>57.50</u> |

| | |
|--|------------------------|
| TOTAL DISBURSEMENTS AND OTHER CHARGES | <u>\$370.47</u> |
|--|------------------------|

| | |
|------------------------------|---------------------------|
| TOTAL FOR THIS MATTER | <u>\$15,616.47</u> |
|------------------------------|---------------------------|

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W.R. GRACE & CO. EQUITY COMMITTEE
056772-00019July 29, 2008
Invoice No. 497336**HEARINGS****DETAIL OF SERVICES**

| <u>DATE</u> | <u>TIMEKEEPER</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|-----------------------------|--------------------|---|---------------------|--------------------------|
| 06/02/08 | BENTLEY, PHILIP | TC KM and trade emails re today's omnibus hearing | 0.50 | 362.50 |
| 06/02/08 | MARTORANA, KEITH R | Attend hearing (5.1); emails/conversations w/TW & PB re: hearing (2.1). | 7.20 | 2,628.00 |
| 06/03/08 | BENTLEY, PHILIP | Discs KM and trade emails re yesterday's hearing | 0.60 | 435.00 |
| 06/03/08 | MARTORANA, KEITH R | Summarize hearing minutes into comprehensive memo to TW (2.0); meeting with PB re: same (.2) | 2.20 | 803.00 |
| 06/18/08 | MARTORANA, KEITH R | Emails to PB re: upcoming hearing. | 0.50 | 182.50 |
| 06/20/08 | MARTORANA, KEITH R | Prepare for Monday's Omnibus hearing. | 2.90 | 1,058.50 |
| 06/23/08 | MARTORANA, KEITH R | Prepare for and attend Omnibus hearing in DE (3.9); conversation with TW re: hearing (.4); draft summary email re: same (.7). | 5.00 | <u>1,825.00</u> |
| TOTAL HOURS AND FEES | | | <u>18.90</u> | <u>\$7,294.50</u> |

SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

| <u>DESCRIPTION</u> | <u>AMOUNT</u> |
|--|------------------------|
| CAB FARES | 96.00 |
| MEALS/IN-HOUSE | 10.81 |
| OUT-OF-TOWN TRAVEL | 662.50 |
| MEALS/T & E | <u>23.79</u> |
| TOTAL DISBURSEMENTS AND OTHER CHARGES | <u>\$793.10</u> |

TOTAL FOR THIS MATTER **\$8,087.60**

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W.R. GRACE & CO. EQUITY COMMITTEE
056772-00028July 29, 2008
Invoice No. 497336

TRAVEL\NON-WORKING**DETAIL OF SERVICES**

| <u>DATE</u> | <u>TIMEKEEPER</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|------------------------------|--------------------------|--|---------------------|--------------------------|
| 06/02/08 | MARTORANA, KEITH R | Travel to and from Pittsburgh for Omnibus hearing. | 6.90 | 1,259.25 |
| 06/23/08 | MARTORANA, KEITH R | Travel to/from hearing in DE. | 3.00 | 547.50 |
| TOTAL HOURS AND FEES | | | <u>9.90</u> | <u>\$1,806.75</u> |
| TOTAL FOR THIS MATTER | | | | <u>\$1,806.75</u> |